

Sept 2005 DRAFT

Schedule HI-B—Continued

Memoranda—Continued

Dollar Amounts in Thousands

Memorandum item 3 is to be completed by (1) bank holding companies that, together with affiliated institutions, have outstanding credit card receivables (as defined in the instructions) that exceed \$500 million as of the report date or (2) bank holding companies that on a consolidated basis are credit card specialty holding companies (as defined in the instructions)					BHCK	Bil	Mil	Thou	
3. Uncollectible retail credit card fees and finance charges reversed against income (i.e., not included in charge-offs against the allowance for loan and lease losses)					C388				M.3.

Dollar Amounts in Thousands

II. Changes in allowance for loan and lease losses					BHCK	Bil	Mil	Thou	
1. Balance most recently reported at end of previous year (i.e., after adjustments from amended Reports of Income)					B522				1.
2. Recoveries (must equal Schedule HI-B, part I, item 9, column B, above)					bhct				
3. LESS: Charge-offs (must equal Schedule HI-B, part I, item 9, column A above less Schedule HI-B, part II, item 4)					4605				2.
4. Less: Write-downs arising from transfers of loans to a held-for-sale account					BHCK				
5. Provision for loan and lease losses (must equal Schedule HI, item 4)					C079				3.
6. Adjustments (see instructions for this schedule)					5523				4.
7. Balance at end of current period (sum of items 1, 2, 5, and 6, less items 3 and 4) (must equal Schedule HC, item 4.c)					bhct				
					4230				5.
					BHCK				
					C233				6.
					bhct				
					3123				7.

Memoranda

Dollar Amounts in Thousands

1. Allocated transfer risk reserve included in Schedule HI-B, part II, item 7					BHCK	Bil	Mil	Thou	
					C435				M.1.
Memoranda items 2 and 3 are to be completed by (1) bank holding companies that, together with affiliated institutions, have outstanding credit card receivables (as defined in the instructions) that exceed \$500 million as of the report date or (2) bank holding companies that on a consolidated basis are credit card specialty holding companies (as defined in the instructions)									
2. Separate valuation allowance for uncollectible retail credit card fees and finance charges ..					C389				M.2.
3. Amount of allowance for loan and lease losses attributable to retail credit card fees and finance charges (included in Schedule HC, item 4.c and Schedule HI-B, part II, item 7)									
					C390				M.3.

INSERT A

Syst 2005 DRAFT

Schedule HC-C—Continued

Dollar Amounts in Thousands

Memoranda	Consolidated				
	BHCK	Bit	Mil	Thou	
1. Loans and leases restructured and in compliance with modified terms (included in Schedule HC-C, above and not reported as past due or nonaccrual in Schedule HC-N, memorandum item 1) (exclude loans secured by 1-4 family residential properties and loans to individuals for household, family, and other personal expenditures)	1616				M.1.
2. Loans to finance commercial real estate, construction, and land development activities (not secured by real estate) included in Schedule HC-C, items 4 and 9, column A, above	2746				M.2.
3. Loans secured by real estate to non-U.S. addressees (domicile) (included in Schedule HC-C, item 1, column A)	B837				M.3.
Memorandum item 4 is to be completed by (1) bank holding companies that, together with affiliated institutions, have outstanding credit card receivables (as defined in the instructions) that exceed \$500 million as of the report date or (2) bank holding companies that on a consolidated basis are credit card specialty holding companies (as defined in the instructions)					
4. Outstanding credit card fees and finance charges (included in Schedule HC-C, item 6.a, column A)	C391				M.4.

INSERT B

Schedule HC-D—Trading Assets and Liabilities

Schedule HC-D is to be completed by bank holding companies that reported average trading assets (Schedule HC-K, item 4.a) of \$2 million or more for any quarter of the preceding calendar year.

Dollar Amounts in Thousands

ASSETS					
	BHCK	Bit	Mil	Thou	
1. U.S. Treasury securities in domestic offices	3531				1.
2. U.S. Government agency obligations in domestic offices (exclude mortgage-backed securities)	3532				2.
3. Securities issued by states and political subdivisions in the U.S. in domestic offices	3533				3.
4. Mortgage-backed securities (MBS) in domestic offices:					
a. Pass-through securities issued or guaranteed by FNMA, FHLMC, or GNMA	3534				4.a.
b. Other MBS issued or guaranteed by FNMA, FHLMC, or GNMA (include CMOs, REMICs, and stripped MBS)	3535				4.b.
c. All other mortgage-backed securities	3536				4.c.
5. Other debt securities in domestic offices	3537				5.
6-8. Not applicable					
9. Other trading assets in domestic offices	3541				9.
10. Trading assets in foreign offices	3542				10.
11. Derivatives with a positive fair value:					
a. In domestic offices	3543				11.a.
	BHFN				
b. In foreign offices	3543				11.b.
12. Total trading assets (sum of items 1 through 11) (must equal Schedule HC, item 5)	bhct				
	3545				12.
LIABILITIES					
	BHCK	Bit	Mil	Thou	
13. Liability for short positions	3546				13.
14. Derivatives with a negative fair value	3547				14.
	bhct				
15. Total trading liabilities (sum of items 13 and 14) (must equal Schedule HC, item 15)	3548				15.

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Schedule HC-N—Continued

	(Column A) Past due 30 through 89 days and still accruing				(Column B) Past due 90 days or more and still accruing				(Column C) Nonaccrual			
	BHCK	Bil	Mil	Thou	BHCK	Bil	Mil	Thou	BHCK	Bil	Mil	Thou
5. Loans to individuals for household, family, and other personal expenditures:												
a. Credit cards	B575				B576				B577			
b. Other (includes single payment, installment, all student loans, and revolving credit plans other than credit cards)	B578				B579				B580			
6. Loans to foreign governments and official institutions	5389				5390				5391			
7. All other loans	5459				5460				5461			
8. Lease financing receivables	1226				1227				1228			
9. Debt securities and other assets (exclude other real estate owned and other repossessed assets)	3505				3506				3507			
10. TOTAL (sum of items 1 through 9)	5524				5525				5526			

Amounts reported in Schedule HC-N, items 1 through 8, above include guaranteed and unguaranteed portions of past due and nonaccrual loans and leases. Report in item 11 below certain guaranteed loans and leases that have already been included in the amounts reported in items 1 through 8.

(excluding rebokked 'GNMA' loans')

	(Column A) Past due 30 through 89 days and still accruing				(Column B) Past due 90 days or more and still accruing				(Column C) Nonaccrual			
	BHCK	Bil	Mil	Thou	BHCK	Bil	Mil	Thou	BHCK	Bil	Mil	Thou
11. Loans and leases reported in items 1 through 8 above which are wholly or partially guaranteed by the U.S. Government	5612				5613				5614			
a. Guaranteed portion of loans and leases included in item 11 above	5615				5616				5617			

INSERT C

*Sept 2005 DRAFT
FR Y-9C Inserts*

INSERT A

4. Amount of allowance for post-acquisition losses on purchased impaired loans accounted for in accordance with AICPA Statement of Position 03-3 (included in Schedule HI-B, part II, item 7, above. **[BHCK C781]**

INSERT B

5. Purchased impaired loans held for investment accounted for in accordance with AICPA Statement of Position 03-3 (exclude loans held for sale):
- a. Outstanding balance **[BHCK C779]**
 - b. Carrying amount included in Schedule HC-C, items 1 through 9 **[BHCK C780]**

INSERT C

- 11.b Rebooked 'GNMA loans' that have been repurchased or are eligible for repurchase included in item 11 above

Column A	[BHCK C866]
Column B	[BHCK C867]
Column C	[BHCK C868]

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Schedule HC-R—Continued

Bank holding companies are not required to risk-weight each on-balance sheet asset and the credit equivalent amount of each off-balance sheet item that qualifies for a risk weight of less than 100 percent (50 percent for derivatives) at its lower risk weight. When completing items 34 through 54 of Schedule HC-R, each bank holding company should decide for itself how detailed a risk-weight analysis it wishes to perform. In other words, a bank holding company can choose from among its assets and off-balance sheet items that have a risk weight of less than 100 percent which ones to risk-weight at an appropriate lower risk weight, or it can simply risk-weight some or all of these items at a 100 percent risk weight (50 percent for derivatives).

																		C000
(Column A) Totals (from Schedule HC)			(Column B) Items Not Subject to Risk-Weighting			(Column C)			(Column D)			(Column E)			(Column F)			
Allocation by Risk Weight Category																		
0%			20%			50%			100%									
Bil	Mil	Thou	Bil	Mil	Thou	Bil	Mil	Thou	Bil	Mil	Thou	Bil	Mil	Thou	Bil	Mil	Thou	
Balance Sheet Asset Categories																		
34. Cash and due from depository institutions (column A equals the sum of Schedule HC, items 1.a, 1.b.(1) and 1.b.(2)).....			BHCE			BHC0			BHC2			BHC5			BHC9			
BHCK 0010			BHCE															
bhcx 1754																		
35. Held-to-maturity securities			bhcx 1773															
36. Available-for-sale securities			BHCK C225															
37. Federal funds sold and securities purchased under agreements to resell			bhcl 5369															
38. Loans and leases held for sale			bhcl B528															
39. Loans and leases, net of unearned income			bhcx 3123															
40. LESS: Allowance for loan and lease losses			bhcx 3545															
41. Trading assets			BHCK B639															
42. All other assets ¹			bhcl 2170															
43. Total assets (sum of items 34 through 42)																		

1. Includes premises and fixed assets, other real estate owned, investments in unconsolidated subsidiaries and associated companies, customers' liability on acceptances outstanding, intangible assets, and other assets.

Schedule HC—Continued

Dollar Amounts in Thousands

LIABILITIES

13. Deposits:

a. In domestic offices (from Schedule HC-E):

(1) Noninterest-bearing¹

(2) Interest-bearing

b. In foreign offices, Edge and Agreement subsidiaries, and IBFs:

(1) Noninterest-bearing

(2) Interest-bearing

14. Federal funds purchased and securities sold under agreements to repurchase:

a. Federal funds purchased in domestic offices²b. Securities sold under agreements to repurchase³

15. Trading liabilities (from Schedule HC-D)

16. Other borrowed money (includes mortgage indebtedness and obligations under capitalized leases) (from Schedule HC-M)

17. Not applicable

18. Liability on acceptances executed and outstanding

19. a. Subordinated notes and debentures⁴

b. Subordinated notes payable to unconsolidated trusts issuing trust preferred securities, and trust preferred securities issued by consolidated special purpose entities

20. Other liabilities (from Schedule HC-G)

21. Total liabilities (sum of items 13 through 20)

22. Minority interest in consolidated subsidiaries and similar items

EQUITY CAPITAL

23. Perpetual preferred stock and related surplus

24. Common stock (par value)

25. Surplus (exclude all surplus related to preferred stock)

26. a. Retained earnings

b. Accumulated other comprehensive income⁵27. Other equity capital components⁶

28. Total equity capital (sum of items 23 through 27)

29. Total liabilities, minority interest, and equity capital (sum of items 21, 22, and 28)

BHDM	Bil	Mil	Thou
6631			
6636			
BHFN			
6631			
6636			
BHCK			
BHDM	B993		
BHCK	B995		
	3548		
	3190		
	2920		
	4062		
	C699		
	2750		
	2948		
	3000		
	3283		
	3230		
	3240		
	3247		
	B530		
	A130		
	3210		
	3300		

13.a.(1)

13.a.(2)

13.b.(1)

13.b.(2)

14.a.

14.b.

15.

16.

18.

19.a.

19.b.

20.

21.

22.

23.

24.

25.

26.a.

26.b.

27.

28.

29.

MEMORANDUM (to be completed annually only by top-tier bank holding companies for the December 31 report date)

Indicate below the name and address of the bank holding company's independent external auditing firm (see instructions), and the name and e-mail address of the auditing firm's engagement partner.⁷

a.

Name of External Auditing Firm (TEXT C703)

City (TEXT C708)

State Abbrev. (TEXT C714)

b.

Name of Engagement Partner (TEXT C704)

E-mail Address (TEXT C705)

Zip Code (TEXT C715)

1. Includes total demand deposits and noninterest-bearing time and savings deposits.

2. Report overnight Federal Home Loan Bank advances in Schedule HC, item 16, "Other borrowed money."

3. Includes all securities repurchase agreements in domestic and foreign offices regardless of maturity.

4. Includes limited-life preferred stock and related surplus.

5. Includes net unrealized holding gains (losses) on available-for-sale securities, accumulated net gains (losses) on cash flow hedges, cumulative foreign currency translation adjustments, and minimum pension liability adjustments.

6. Includes treasury stock and unearned Employee Stock Ownership Plan shares.

7. The Federal Reserve regards information submitted in response to Memorandum item 1.b. as confidential.

Schedule SC—Balance Sheet

6/10/05 DRAFT
Effective December 31, 2005

Dollar Amounts in Thousands

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ASSETS

	BHSP	Mil	Thou	
1. Cash and due from depository institutions:				
a. Balances with subsidiary or affiliated depository institutions	5993			1.a.
b. Balances with unrelated depository institutions	0010			1.b.
2. Securities	0390			2.
3. Loans and lease financing receivables (exclusive of loans and lease financing receivables due from bank(s) and nonbank subsidiaries):				
a. Loans and leases, net of unearned income	2122			3.a.
b. LESS: Allowance for loan and lease losses	3123			3.b.
c. Loans and leases, net of unearned income and the allowance for loan and lease losses (Item 3.a minus 3.b)	2723			3.c.
4. Investment in bank subsidiary(s): (See instructions)				
a. Equity investment	3239			4.a.
b. Goodwill	3238			4.b.
c. Loans and advances to and receivables due from bank subsidiary(s)	3148			4.c.
5. Investment in nonbank subsidiary(s): (See instructions)				
a. Equity investment	0088			5.a.
b. Goodwill	0087			5.b.
c. Loans and advances to and receivables due from nonbank subsidiary(s)	0089			5.c.
6. Investment in subsidiary bank holding company(s) (These items are to be completed only by tiered bank holding companies):				
a. Equity investment	0201			6.a.
b. Goodwill	0202			6.b.
c. Loans and advances to and receivables due from subsidiary bank holding company(s)	3523			6.c.
7. Other assets	0027			7.
8. Balances due from related nonbank companies (other than investments)	3620			8.
9. TOTAL ASSETS (Sum of items 1 through 8)	2170			9.

LIABILITIES AND EQUITY CAPITAL

10. Short-term borrowings:				
a. Commercial paper	2309			10.a.
b. Other short-term borrowings	2724			10.b.
11. Long-term borrowings (includes limited-life preferred stock and related surplus)	3151			11.
12. Accrued interest payable (See instructions)	3166			12.
13. Other liabilities	3167			13.
14. Balances due to subsidiaries and related institutions:				
a. Subsidiary bank(s)	3605			14.a.
b. Nonbank subsidiaries and related institutions	3621			14.b.
15. Not applicable				
16. Equity capital:				
a. Perpetual preferred stock (including related surplus)	3283			16.a.
b. Common stock (including related surplus)	3230			16.b.
c. Retained earnings	3247			16.c.
d. Accumulated other comprehensive income ¹	B530			16.d.
e. Other equity capital components ²	A130			16.e.
f. Total equity capital (sum of 16.a through 16.e)	3210			16.f.
17. TOTAL LIABILITIES AND EQUITY CAPITAL (Sum of items 10 through 14.b, and 16.f)	3300			17.

MEMORANDUM (to be completed only by top-tier bank holding companies)

Indicate below the name and address of the bank holding company's independent external auditing firm (see instructions), and the name and e-mail address of the auditing firm's engagement partner.³

a. _____
Name of External Auditing Firm (TEXT C703)

City (TEXT C708)

State Abbrev. (TEXT C714)

Zip Code (TEXT C715)

b. _____
Name of Engagement Partner (TEXT C704)

E-mail Address (TEXT C705)

1. Includes net unrealized holding gains (losses) on available-for-sale securities, accumulated net gains (losses) on cash flow hedges, cumulative foreign currency translation adjustments, and minimum pension liability adjustments.
2. Includes treasury stock and unearned Employee Stock Ownership Plan shares.
3. The Federal Reserve regards information submitted in response to Memorandum item 1.b. as confidential.

June 10, 2005

Insert #1

FR Y-9C & FR Y-9SP

Clarifications Effective for the December 31, 2005, Report Date

FR Y-9C, Schedule HC,

Memoranda 1 - Has the bank holding company engaged in a full-scope independent external audit as of the December 31, report date?

(Enter "1" for yes; enter "0" for no)..... M.1

FR Y-9SP, Schedule SC,

Memoranda 1 - Has the bank holding company engaged in a full-scope independent external audit as of the December 31, report date?

(Enter "1" for yes; enter "0" for no).....M.1